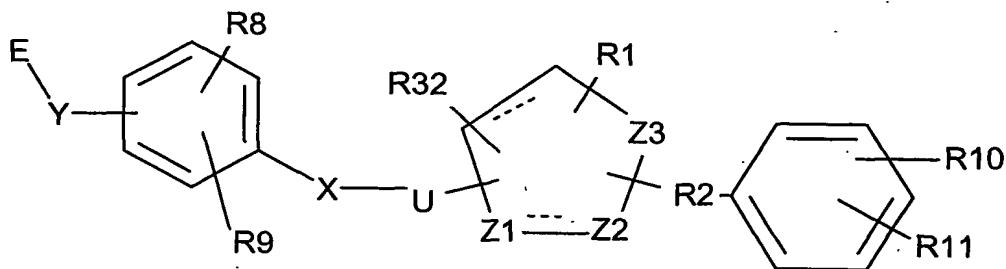


CLAIMS

What is claimed is:

1. A compound of the Formula I':



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and stereoisomers, pharmaceutically acceptable salts, solvates and hydrates thereof, wherein:

(a) R1 is selected from the group consisting of 10 hydrogen, C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl, and, wherein C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl are each 15 optionally substituted with from one to three substituents independently selected from R1';

(b) R1', R26, R27, R28 and R31 are each independently selected from the group consisting of hydrogen, 20 hydroxy, cyano, nitro, halo, oxo, C₁-C₆ alkyl, C₁-C₆ alkyl-COOR12, C₁-C₆ alkoxy, C₁-C₆ haloalkyl, C₁-C₆ haloalkyloxy, C₃-C₇ cycloalkyl, aryloxy, aryl-C₀₋₄-alkyl, heteroaryl, heterocycloalkyl, C(O)R13, COOR14, OC(O)R15, OS(O)₂R16, N(R17)₂, NR18C(O)R19, NR20SO₂R21, SR22, S(O)R23, S(O)₂R24, and 25 S(O)₂N(R25)₂; R12, R13, R14, R15, R16, R17, R18,

R19, R20, R21, R22, R23, R24 and R25 are each independently selected from the group consisting of hydrogen, C₁-C₆ alkyl and aryl;

- (c) R2 is selected from the group consisting of C₀-C₈ alkyl and C₁₋₄-heteroalkyl;
- (d) X is selected from the group consisting of a single bond, O, S, S(O)₂ and N;
- (e) U is an aliphatic linker wherein one carbon atom of the aliphatic linker is optionally replaced with O, NH or S, and wherein such aliphatic linker is optionally substituted with from one to four substituents each independently selected from R30;
- (f) Y is selected from the group consisting of C, NH, and a single bond;
- (g) E is C(R3) (R4)A or A and wherein
 - (i) A is selected from the group consisting of carboxyl, tetrazole, C₁-C₆ alkynitrile, carboxamide, sulfonamide and acylsulfonamide; wherein sulfonamide, acylsulfonamide and tetrazole are each optionally substituted with from one to two groups independently selected from R⁷;
 - (ii) each R⁷ is independently selected from the group consisting of hydrogen, C₁-C₆ haloalkyl, aryl C₀-C₄ alkyl and C₁-C₆ alkyl;
 - (iii) R3 is selected from the group consisting of hydrogen, C₁-C₅ alkyl, and C₁-C₅ alkoxy; and
 - (iv) R4 is selected from the group consisting of H, C₁-C₅ alkyl, C₁-C₅ alkoxy, aryloxy, C₃-C₆ cycloalkyl, and aryl C₀-C₄ alkyl, and R3 and R4 are optionally combined to form a C₃-C₄

cycloalkyl, and wherein alkyl, alkoxy, aryloxy, cycloalkyl and aryl-alkyl are each optionally substituted with from one to three substituents each independently selected from R26;

5 (h) Z1 and Z2 are each independently selected from the group consisting of N, O, and C with the proviso that at least one of Z1 and Z2 is N;

10 (i) Z3 is selected from the group consisting of N, O, and C;

15 (j) R8 is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylenyl, and halo;

(k) R9 is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylenyl, halo, aryl-C₀-C₄ alkyl, heteroaryl, C₁-C₆ allyl, and OR29, and wherein aryl-C₀-C₄ alkyl, heteroaryl are each optionally substituted with from one to three independently selected from R27; R29 is selected from the group consisting of hydrogen and C₁-C₄ alkyl;

20 (l) R10, R11 are each independently selected from the group consisting of hydrogen, hydroxy, cyano, nitro, halo, oxo, C₁-C₆ alkyl, C₁-C₆ alkyl-COOR12'', C₀-C₆ alkoxy, C₁-C₆ haloalkyl, C₁-C₆ haloalkyloxy, C₃-C₇ cycloalkyl, aryl-C₀-4-alkyl, aryl-C₁-4-heteroalkyl, heteroaryl-C₀-4-alkyl, C₃-C₆ cycloalkylaryl-C₀-2-alkyl, aryloxy, C(O)R13', COOR14', OC(O)R15', OS(O)₂R16', N(R17')₂, NR18'C(O)R19', NR20'SO₂R21', SR22', S(O)R23', S(O)₂R24', and S(O)₂N(R25')₂; and wherein aryl-C₀-4-alkyl, aryl-C₁-4-heteroalkyl, heteroaryl-C₀-4-alkyl, and C₃-C₆ cycloalkylaryl-C₀-2-alkyl are

each optionally substituted with from one to three independently selected from R28;

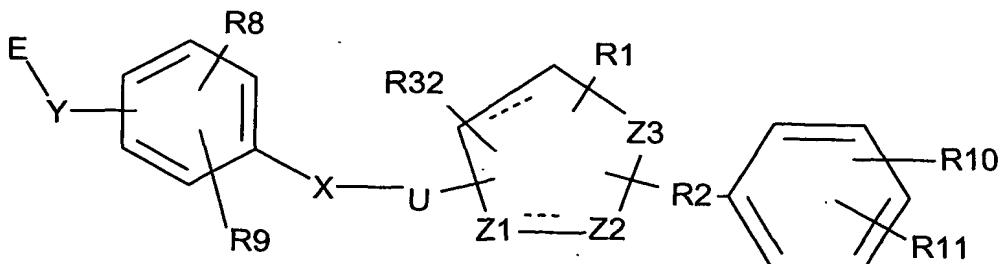
(m) R12', R12'', R13', R14', R15', R16', R17', R18', R19', R20', R21', R22', R23', R24', and R25' are each independently selected from the group consisting of hydrogen, C₁-C₆ alkyl and aryl;

(n) R30 is selected from the group consisting of C₁-C₆ alkyl, aryl-C₀₋₄-alkyl, aryl- C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl, and wherein C₁-C₆ alkyl, aryl-C₀₋₄-alkyl, aryl- C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl are each optionally substituted with from one to three substituents each independently selected from R31;

(o) R32 is selected from the group consisting of a bond, hydrogen, halo, C₁-C₆ alkyl, C₁-C₆ haloalkyl, and C₁-C₆ alkyloxo; and

(p) ---- is optionally a bond to form a double bond at the indicated position.

2. A compound of the Formula I'':



and stereoisomers, pharmaceutically acceptable salts, solvates and hydrates thereof, wherein:

(a) R1 is selected from the group consisting of hydrogen, C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-

alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C_{3-C6} cycloalkylaryl-C₀₋₂-alkyl, and, wherein C_{1-C8} alkyl, C_{1-C8} alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, C_{3-C6} cycloalkylaryl-C₀₋₂-alkyl are each

optionally substituted with from one to three substituents independently selected from R1';

(b) R1', R26, R27, R28 and R31 are each independently selected from the group consisting of hydrogen,

hydroxy, cyano, nitro, halo, oxo, C_{1-C6} alkyl, C_{1-C6} alkyl-COOR12, C_{1-C6} alkoxy, C_{1-C6} haloalkyl, C_{1-C6} haloalkyloxy, C_{3-C7} cycloalkyl, aryloxy, aryl-C₀₋₄-alkyl, heteroaryl, heterocycloalkyl, C(O)R13, COOR14, OC(O)R15, OS(O)₂R16, N(R17)₂, NR18C(O)R19,

NR20SO₂R21, SR22, S(O)R23, S(O)₂R24, and S(O)₂N(R25)₂; R12, R13, R14, R15, R16, R17, R18, R19, R20, R21, R22, R23, R24 and R25 are each independently selected from the group consisting of hydrogen, C_{1-C6} alkyl and aryl;

(c) R2 is selected from the group consisting of C_{0-C8} alkyl and C₁₋₄-heteroalkyl;

(d) X is selected from the group consisting of a single bond, O, S, S(O)₂ and N;

(e) U is an aliphatic linker wherein one carbon atom of the aliphatic linker is optionally replaced with O, NH or S, and wherein such aliphatic linker is substituted with from one to four substituents each independently selected from R30;

(f) Y is selected from the group consisting of C, O, S, NH and a single bond;

(g) E is C(R3)(R4)A or A and wherein

(i) A is selected from the group consisting of carboxyl, tetrazole, C₁-C₆ alkynitrile, carboxamide, sulfonamide and acylsulfonamide; wherein sulfonamide, acylsulfonamide and tetrazole are each optionally substituted with from one to two groups independently selected from R⁷;

(ii) each R⁷ is independently selected from the group consisting of hydrogen, C₁-C₆ haloalkyl, aryl C₀-C₄ alkyl and C₁-C₆ alkyl;

(iii) R₃ is selected from the group consisting of hydrogen, C₁-C₅ alkyl, and C₁-C₅ alkoxy; and

(iv) R₄ is selected from the group consisting of H, C₁-C₅ alkyl, C₁-C₅ alkoxy, aryloxy, C₃-C₆ cycloalkyl, and aryl C₀-C₄ alkyl, and R₃ and R₄ are optionally combined to form a C₃-C₄ cycloalkyl, and wherein alkyl, alkoxy, aryloxy, cycloalkyl and aryl-alkyl are each optionally substituted with from one to three substituents each independently selected from R₂₆;

(h) Z₁ and Z₂ are each independently selected from the group consisting of N, O, and C with the proviso that at least one of Z₁ and Z₂ is N;

(i) Z₃ is selected from the group consisting of N, O, and C;

(j) R₈ is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylene, and halo;

(k) R₉ is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylene, halo, aryl-C₀-C₄ alkyl, heteroaryl, C₁-C₆ allyl, and OR₂₉, and wherein aryl-C₀-C₄ alkyl, heteroaryl are each optionally substituted with from one to three

independently selected from R27; R29 is selected from the group consisting of hydrogen and C₁-C₄ alkyl;

(l) R10, R11 are each independently selected from the group consisting of hydrogen, hydroxy, cyano, nitro, halo, oxo, C₁-C₆ alkyl, C₁-C₆ alkyl-COOR12'', C₀-C₆ alkoxy, C₁-C₆ haloalkyl, C₁-C₆ haloalkyloxy, C₃-C₇ cycloalkyl, aryl-C₀-₄-alkyl, aryl-C₁-₄-heteroalkyl, heteroaryl-C₀-₄-alkyl, C₃-C₆ cycloalkylaryl-C₀-₂-alkyl, aryloxy, C(O)R13', COOR14', OC(O)R15', OS(O)₂R16', N(R17')₂, NR18'C(O)R19', NR20'SO₂R21', SR22', S(O)R23', S(O)₂R24', and S(O)₂N(R25')₂; and wherein aryl-C₀-₄-alkyl, aryl-C₁-₄-heteroalkyl, heteroaryl-C₀-₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀-₂-alkyl are each optionally substituted with from one to three independently selected from R28;

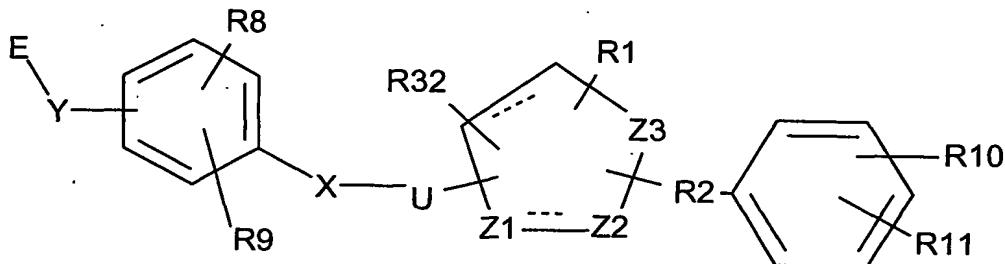
(m) R12', R12'', R13', R14', R15', R16', R17', R18', R19', R20', R21', R22', R23', R24', and R25' are each independently selected from the group consisting of hydrogen, C₁-C₆ alkyl and aryl;

(n) R30 is selected from the group consisting of C₁-C₆ alkyl, aryl-C₀-₄-alkyl, aryl-C₁-₄-heteroalkyl, heteroaryl-C₀-₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀-₂-alkyl, and wherein C₁-C₆ alkyl, aryl-C₀-₄-alkyl, aryl-C₁-₄-heteroalkyl, heteroaryl-C₀-₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀-₂-alkyl are each optionally substituted with from one to three substituents each independently selected from R31;

- (o) R32 is selected from the group consisting of a bond, hydrogen, halo, C₁-C₆ alkyl, C₁-C₆ haloalkyl, and C₁-C₆ alkyloxo; and
- (p) ---- is optionally a bond to form a double bond at the indicated position.

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3. A compound of the Formula I''' :



and stereoisomers, pharmaceutically acceptable salts, solvates and hydrates thereof, wherein:

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- (a) R1 is selected from the group consisting of hydrogen, C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl, and, wherein C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl are each optionally substituted with from one to three substituents independently selected from R1';
- (b) R1', R26, R27, R28 and R31 are each independently selected from the group consisting of hydrogen, hydroxy, cyano, nitro, halo, oxo, C₁-C₆ alkyl, C₁-C₆ alkyl-COOR12, C₁-C₆ alkoxy, C₁-C₆ haloalkyl, C₁-C₆ haloalkyloxy, C₃-C₇ cycloalkyl, aryloxy, aryl-C₀₋₄-alkyl, heteroaryl, heterocycloalkyl, C(O)R13, COOR14, OC(O)R15, OS(O)₂R16, N(R17)₂, NR18C(O)R19,

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NR₂₀SO₂R₂₁, SR₂₂, S(O)R₂₃, S(O)₂R₂₄, and S(O)₂N(R₂₅)₂; R₁₂, R₁₃, R₁₄, R₁₅, R₁₆, R₁₇, R₁₈, R₁₉, R₂₀, R₂₁, R₂₂, R₂₃, R₂₄ and R₂₅ are each independently selected from the group consisting of hydrogen, C₁-C₆ alkyl and aryl;

5 (c) R₂ is selected from the group consisting of C₀-C₈ alkyl and C₁-₄-heteroalkyl;

(d) X is selected from the group consisting of a single bond, O, S, S(O)₂ and N;

10 (e) U is an aliphatic linker wherein one carbon atom of the aliphatic linker is optionally replaced with O, NH or S, and wherein such aliphatic linker is optionally substituted with from one to four substituents each independently selected from R₃₀;

15 (f) Y is selected from the group consisting of O, S, C, NH and a single bond;

(g) E is C(R₃)(R₄)A; wherein

20 (i) A is selected from the group consisting of carboxyl, tetrazole, C₁-C₆ alkynitrile, carboxamide, sulfonamide and acylsulfonamide; wherein sulfonamide, acylsulfonamide and tetrazole are each optionally substituted with from one to two groups independently selected from R⁷;

25 (ii) each R⁷ is independently selected from the group consisting of hydrogen, C₁-C₆ haloalkyl, aryl C₀-C₄ alkyl and C₁-C₆ alkyl;

(iii) R₃ is selected from the group consisting of C₁-C₅ alkyl, and C₁-C₅ alkoxy; and

30 (iv) R₄ is selected from the group consisting of H, C₁-C₅ alkyl, C₁-C₅ alkoxy, aryloxy, C₃-C₆

cycloalkyl, and aryl C₀-C₄ alkyl, and R₃ and R₄ are optionally combined to form a C₃-C₄ cycloalkyl, and wherein alkyl, alkoxy, aryloxy, cycloalkyl and aryl-alkyl are each optionally substituted with from one to three substituents each independently selected from R₂₆;

5 substituted with from one to three substituents
each independently selected from R26;

with the proviso that when Y is 0 then R_4 is selected from the group consisting of $C_1 - C_5$

alkyl, C₁-C₅ alkoxy, aryloxy, C₃-C₆ cycloalkyl,

and aryl C₀-C₄ alkyl, and R₃ and R₄ are

10 and aryl C₀-C₄ alkyl, and R3 and R4 are
optionally combined to form a C₃-C₄ cycloalkyl,
and wherein alkyl, alkoxy, cycloalkyl and aryl-
alkyl are each optionally substituted with one
to three each independently selected from R26;

15 (h) Z1 and Z2 are each independently selected from the group consisting of N, O, and C with the proviso that at least one of Z1 and Z2 is N;

(i) Z3 is selected from the group consisting of N, O, and C;

20 (j). R8 is selected from the group consisting of
hydrogen, C₁-C₄ alkyl, C₁-C₄ alkoxy, and C₁-C₄ acyl.

(k) R9 is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylene, C₁-C₄ alkyl, C₁-C₄ alkyl, C₁-C₄ alkyl, heteroaryl, C₁-C₆ allyl, and OR29, and wherein aryl-C₀-C₄ alkyl, heteroaryl are each optionally substituted with from one to three independently selected from R27; R29 is selected from the group consisting of hydrogen and C₁-C₄ alkyl;

30 (1) R10, R11 are each independently selected from the group consisting of hydrogen, hydroxy, cyano.

nitro, halo, oxo, C_1-C_6 alkyl, C_1-C_6 alkyl-COOR12'', C_0-C_6 alkoxy, C_1-C_6 haloalkyl, C_1-C_6 haloalkyloxy, C_3-C_7 cycloalkyl, aryl- C_0-4 -alkyl, aryl- C_1-4 -heteroalkyl, heteroaryl- C_0-4 -alkyl, C_3-C_6 cycloalkylaryl- C_0-2 -alkyl, aryloxy, $C(O)R13'$, COOR14', $OC(O)R15'$, $OS(O)_2R16'$, $N(R17')_2$, NR18'C(O)R19', NR20'SO₂R21', SR22', S(O)R23', S(O)₂R24', and S(O)₂N(R25')₂; and wherein aryl- C_0-4 -alkyl, aryl- C_1-4 -heteroalkyl, heteroaryl- C_0-4 -alkyl, and C_3-C_6 cycloalkylaryl- C_0-2 -alkyl are each optionally substituted with from one to three independently selected from R28;

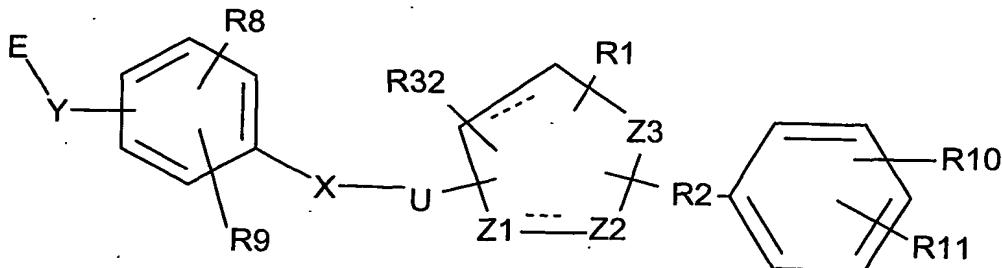
5 (m) R12', R12'', R13', R14', R15', R16', R17', R18', R19', R20', R21', R22', R23', R24', and R25' are each independently selected from the group consisting of hydrogen, C_1-C_6 alkyl and aryl;

10 (n) R30 is selected from the group consisting of C_1-C_6 alkyl, aryl- C_0-4 -alkyl, aryl- C_1-4 -heteroalkyl, heteroaryl- C_0-4 -alkyl, and C_3-C_6 cycloalkylaryl- C_0-2 -alkyl, and wherein C_1-C_6 alkyl, aryl- C_0-4 -alkyl, aryl- C_1-4 -heteroalkyl, heteroaryl- C_0-4 -alkyl, and C_3-C_6 cycloalkylaryl- C_0-2 -alkyl are each optionally substituted with from one to three substituents each independently selected from R31;

15 (o) R32 is selected from the group consisting of a bond, hydrogen, halo, C_1-C_6 alkyl, C_1-C_6 haloalkyl, and C_1-C_6 alkyloxo; and

20 (p) ---- is optionally a bond to form a double bond at the indicated position.

25 4. A compound of the Formula I:



and stereoisomers, pharmaceutically acceptable salts, solvates and hydrates thereof, wherein:

5 (a) R1 is selected from the group consisting of hydrogen, C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl, and, wherein C₁-C₈ alkyl, C₁-C₈ alkenyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl are each optionally substituted with from one to three substituents independently selected from R1';

10 (b) R1', R26, R27, R28 and R31 are each independently selected from the group consisting of hydrogen, hydroxy, cyano, nitro, halo, oxo, C₁-C₆ alkyl, C₁-C₆ alkyl-COOR12, C₁-C₆ alkoxy, C₁-C₆ haloalkyl, C₁-C₆ haloalkyloxy, C₃-C₇ cycloalkyl, aryloxy, aryl-C₀₋₄-alkyl, heteroaryl, heterocycloalkyl, C(O)R13, COOR14, OC(O)R15, OS(O)₂R16, N(R17)₂, NR18C(O)R19, NR20SO₂R21, SR22, S(O)R23, S(O)₂R24, and S(O)₂N(R25)₂;

15 R12, R13, R14, R15, R16, R17, R18, R19, R20, R21, R22, R23, R24 and R25 are each

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independently selected from the group consisting of hydrogen, C₁-C₆ alkyl and aryl;

5 (c) R₂ is selected from the group consisting of C₀-C₈ alkyl and C₁₋₄-heteroalkyl;

(d) X is selected from the group consisting of a single bond, O, S, S(O)₂ and N;

10 (e) U is an aliphatic linker wherein one carbon atom of the aliphatic linker may be replaced with O, NH or S, and wherein such aliphatic linker is optionally substituted with R₃₀;

(f) Y is selected from the group consisting of C, O, S, NH and a single bond;

(g) E is C(R₃)(R₄)A or A and wherein

15 (i) A is selected from the group consisting of carboxyl, tetrazole, C₁-C₆ alkyl nitrile, carboxamide, sulfonamide and acylsulfonamide; wherein sulfonamide, acylsulfonamide and tetrazole are each optionally substituted with from one to two groups independently selected from R⁷;

20 (ii) each R⁷ is independently selected from the group consisting of hydrogen, C₁-C₆ haloalkyl, aryl C₀-C₄ alkyl and C₁-C₆ alkyl;

25 (iii) R₃ is selected from the group consisting of hydrogen, C₁-C₅ alkyl, and C₁-C₅ alkoxy; and

(iv) R₄ is selected from the group consisting of H, C₁-C₅ alkyl, C₁-C₅ alkoxy, aryloxy, C₃-C₆ cycloalkyl, and aryl C₀-C₄ alkyl, and R₃ and R₄ are optionally combined to form a C₃-C₄ cycloalkyl, and wherein alkyl, alkoxy, aryloxy, cycloalkyl and aryl-alkyl are each optionally

substituted with from one to three substituents each independently selected from R26;

5 (h) Z1 and Z2 are each independently selected from the group consisting of N, O, and C with the proviso that at least one of Z1 and Z2 is N;

10 (i) Z3 is selected from the group consisting of N, O, and C;

15 (j) R8 is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylenyl, and halo;

20 (k) R9 is selected from the group consisting of hydrogen, C₁-C₄ alkyl, C₁-C₄ alkylenyl, halo, aryl-C₀-C₄ alkyl, heteroaryl, C₁-C₆ allyl, and OR29, and wherein aryl-C₀-C₄ alkyl, heteroaryl are each optionally substituted with from one to three independently selected from R27; R29 is selected from the group consisting of hydrogen and C₁-C₄ alkyl;

25 (l) R10, R11 are each independently selected from the group consisting of hydrogen, hydroxy, cyano, nitro, halo, oxo, C₁-C₆ alkyl, C₁-C₆ alkyl-COOR12'', C₀-C₆ alkoxy, C₁-C₆ haloalkyl, C₁-C₆ haloalkyloxy, C₃-C₇ cycloalkyl, aryl-C₀-4-alkyl, aryl-C₁-4-heteroalkyl, heteroaryl-C₀-4-alkyl, C₃-C₆ cycloalkylaryl-C₀-2-alkyl, aryloxy, C(O)R13', COOR14', OC(O)R15', OS(O)₂R16', N(R17')₂, NR18'C(O)R19', NR20'SO₂R21', SR22', S(O)R23', S(O)₂R24', and S(O)₂N(R25')₂; and wherein aryl-C₀-4-alkyl, aryl-C₁-4-heteroalkyl, heteroaryl-C₀-4-

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alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl are each optionally substituted with from one to three independently selected from R28;

5 (m) R12', R12'', R13', R14', R15', R16', R17', R18', R19', R20', R21', R22', R23', R24', and R25' are each independently selected from the group consisting of hydrogen, C₁-C₆ alkyl and aryl;

10 (n) R30 is selected from the group consisting of C₁-C₆ alkyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl, and wherein C₁-C₆ alkyl, aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C₃-C₆ cycloalkylaryl-C₀₋₂-alkyl are each optionally substituted with from one to three substituents each independently selected from R31;

15 (o) R32 is selected from the group consisting of a bond, hydrogen, halo, C₁-C₆ alkyl, C₁-C₆ haloalkyl, and C₁-C₆ alkyloxo; and

20 (p) ---- is optionally a bond to form a double bond at the indicated position.

25 5. A compound as claimed by any one of Claims 1 through 4 wherein X is -O-.

6. A compound as claimed by any one of Claims 1 through 4 wherein X is -S-.

7. A compound as claimed by any one of Claims 2 through 6 wherein Y is O.

30 8. A compound as claimed by any one of Claims 2 through 6 wherein Y is C.

9. A compound as claimed by any one of Claims 1 through 6 wherein Y is S.
10. A compound as claimed by any one of Claims 1 through 9 wherein Z₃ is N.
- 5 11. A compound as claimed by any one of Claims 1 through 9 wherein Z₃ is O.
12. A compound as claimed by any one of Claims 1 through 11 wherein Z₂ is N.
- 10 13. A compound as claimed by any one of Claims 1, through 12 wherein Z₁ is C.
14. A compound as claimed by any one of Claims 1 through 12 wherein Z₁ is N.
- 15 15. A compound as claimed by any one of Claims 1 through 12 wherein Z₁ is O.
16. A compound as claimed by any one of Claims 1 through 15 wherein ---- is a bond to form a double bond at the designated location on Formula I.
17. A compound as claimed by any one of Claims 1 through 16 wherein E is C(R₃)(R₄)A.
- 20 18. A compound as claimed by any one of Claims 1 through 17 wherein A is COOH.
19. A compound as claimed by any one of Claims 1 through 18 wherein R₁₀ is haloalkyl.
- 25 20. A compound as claimed by any one of Claims 1 through 18 wherein R₁₀ is CF₃.
21. A compound as claimed by any one of Claims 1 through 18 wherein R₁₀ is haloalkyloxy.
- 30 22. A compound as claimed by any one of Claims 1 through 18 wherein R₁₀ and R₁₁ are each independently selected from the group consisting of hydrogen, halo, oxo, C₁-C₆

alkyl, C_1-C_6 alkyl-COOR12'', C_1-C_6 alkoxy, C_1-C_6 haloalkyl, and C_1-C_6 haloalkyloxy.

23. A compound as claimed by any one of Claims 1 through 18 wherein R10 is selected from the group consisting of C_3-C_7 cycloalkyl, aryl- C_0-4 -alkyl, aryl- C_1-4 -heteroalkyl, heteroaryl- C_0-4 -alkyl, C_3-C_6 cycloalkylaryl- C_0-2 -alkyl, and aryloxy.

24. A compound as claimed by any one of Claims 1 through 23 wherein R1 is optionally substituted C_2-C_3 arylalkyl.

25. A compound as claimed by any one of Claims 1 through 23, wherein R8 and R9 are each independently selected from the group consisting of hydrogen and C_1-C_3 alkyl.

26. A compound as claimed by any one of Claims 1 through 23 and 25 wherein R1, R2, R3, and R4 are each independently selected from the group consisting of C_1-C_2 alkyl.

27. A compound as claimed by any one of Claims 1 through Claim 23 and 25 wherein R1, R3, and R4 are each independently selected from the group consisting of hydrogen and C_1-C_2 alkyl.

28. A compound as claimed by any one of Claims 1 through 25 or Claim 27 wherein R2 is a bond.

29. A compound as claimed by any one of Claims 1 through 28 wherein U is C_1-C_3 alkyl.

30. A compound as claimed by any one of Claims 1 through 29 wherein U is saturated.

31. A compound as claimed by any one of Claims 1 through 30 wherein U is substituted with C_1-C_3 alkyl.

32. A compound as claimed by any one of Claims 29, 30 and 31 wherein one carbon of the aliphatic linker is replaced with an O.
33. A compound as claimed by any one of Claims 1 through 31 wherein U is an aliphatic linker having one carbon replaced by S.
34. A compound as claimed by any one of Claims 1 through 33 wherein the aliphatic linker is substituted with from one to three substituents each independently selected from R30.
35. A compound as claimed by Claim 34 wherein the aliphatic linker is substituted with from one to two substituents each independently selected from R30.
36. A compound as claimed by any one of Claims 1 through 35 wherein each R30 is independently selected from the group consisting of C1-C6 alkyl.
37. A compound as claimed by any one of Claims 1 through 36 wherein each R30 is independently selected from the group consisting of C2-C3 alkyl.
38. A compound as claimed by any one of Claims 1 through 37 wherein R30 is selected from the group consisting of aryl-C₀₋₄-alkyl, aryl-C₁₋₄-heteroalkyl, heteroaryl-C₀₋₄-alkyl, and C_{3-C6} cycloalkylaryl-C₀₋₂-alkyl.
39. A compound as claimed by any one of Claims 1 through 38 wherein "----" each form a double bond in the five membered ring, Z₂ and Z₃ are each N and Z₃ is bonded to R₂.

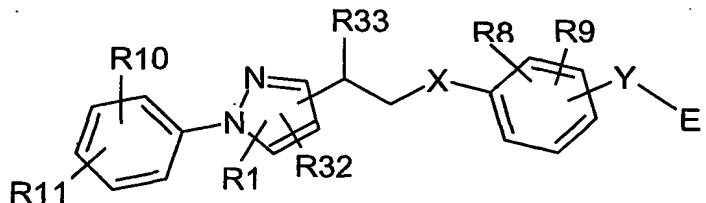
40. A compound as claimed by Claim 39 wherein Y is O and E is -CH₂COOH.

41. A compound as claimed by any one of Claims 1 through 40 wherein U is substituted with methyl.

5

42. A compound as claimed by any one of Claims 1 through 41 wherein U is methylene.

43. A compound as claimed by any one of Claims 1 through 10, one of Claims 17 through 25, or one of Claims 27 through 35 represented by the following Structural Formula II:

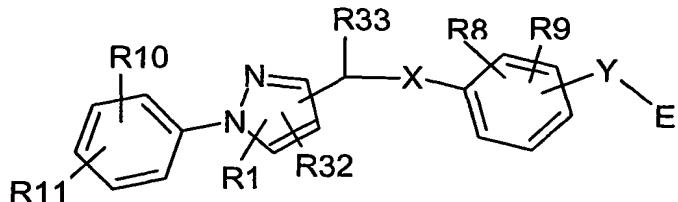


wherein

R33 is selected from the group consisting of hydrogen and C₁-C₃ alkyl.

15

44. A compound as claimed by any one of Claims 1 through 10, or one of Claims 17 through 36 represented by the following Structural Formula III:



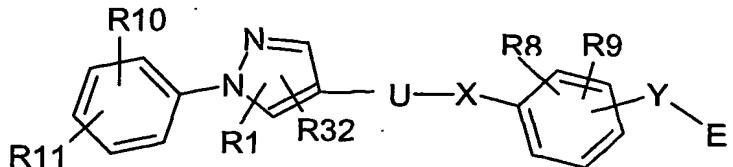
wherein

20

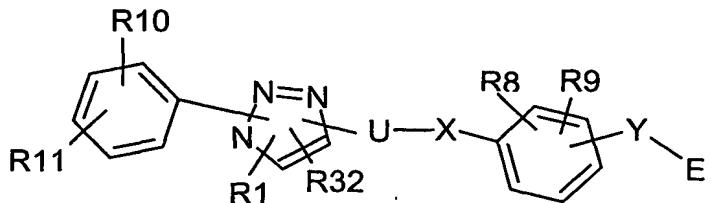
R33 is selected from the group consisting of hydrogen and C₁-C₃ alkyl.

45. A compound as claimed by any one of Claims 1 through 10, or one of Claims 17 through 42 represented by the following

Structural Formula IV:



46. A compound as claimed by any one of Claims 1 through 10 or one of Claims 17 through 42 represented by the following Structural Formula V:



47. A compound as claimed by any one of Claims 1 through 46 wherein X and Y are substituted at a 1,4-position, such that X and Y are para substituted to one another.

48. A compound as claimed by any one of Claims 1 through 46 wherein X and Y are substituted at a 1,3-position, such that X and Y are meta substituted to one another.

49. A compound as claimed by any one of Claims 1 through 46 wherein the compound is selected from the group consisting of

{2-Methyl-4-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-ylmethoxy]-phenoxy}-acetic acid;
 3-{2-Methyl-4-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-ylmethoxy]-phenyl}-propionic acid;
 (R,S)-(2-Methyl-4-[1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethoxy]-phenoxy)-acetic acid;

(R,S)-3-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethoxy}-phenyl)-propionic acid;

5 (R,S)-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenoxy)-acetic acid;

(R,S)-3-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenyl)-propionic acid;

10 (R,S)-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propoxy}-phenoxy)-acetic acid;

(R,S)-3-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propoxy}-phenyl)-propionic acid;

15 (R,S)-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenoxy)-acetic acid;

(R,S)-3-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenyl)-propionic acid;

20 (3-{2-[3-Methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenyl)-acetic acid;

{3-[3-Methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-ylmethylsulfanyl]-phenyl}-acetic acid;

25 (3-{1-[3-Methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenyl)-acetic acid;

2-(3-{1-[3-Methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenyl)-propionic acid;

30 (3-{1-[3-Methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethoxy}-phenyl)-acetic acid;

(R,S)-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenoxy)-acetic acid;

(R,S) - (2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenoxy)-acetic acid;

5 (S) - (2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenoxy)-acetic acid;

(R) - (2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenoxy)-acetic acid;

10 (S) - 3-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propoxy}-phenyl)-propionic acid;

(R) - 3-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propoxy}-phenyl)-propionic acid;

15 (S) - (2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propoxy}-phenoxy)-acetic acid;

(R) - (2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propoxy}-phenoxy)-acetic acid;

20 (S) - 3-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenyl)-propionic acid;

25 (R) - 3-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenyl)-propionic acid;

(S) - (2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenoxy)-acetic acid;

30 (R) - (2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenoxy)-acetic acid;

35 (S) - 3-(2-Methyl-4-{2-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenyl)-propionic acid;

(R) - 3 - (2 - Methyl - 4 - {2 - [3 - methyl - 1 - (4 - trifluoromethyl - phenyl) - 1H - pyrazol - 4 - yl] - propylsulfanyl} - phenyl) - propionic acid;

5 (S) - (2 - Methyl - 4 - {2 - [3 - methyl - 1 - (4 - trifluoromethyl - phenyl) - 1H - pyrazol - 4 - yl] - propylsulfanyl} - phenoxy) - acetic acid;

(R) - (2 - Methyl - 4 - {2 - [3 - methyl - 1 - (4 - trifluoromethyl - phenyl) - 1H - pyrazol - 4 - yl] - propylsulfanyl} - phenoxy) - acetic acid;

10 {4 - [3,5 - Dimethyl - 1 - (4 - trifluoromethyl - phenyl) - 2,3 - dihydro - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenoxy} - acetic acid;

{4 - [1 - (3,5 - Bis - trifluoromethyl - phenyl) - 5 - methyl - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenoxy} - acetic acid;

15 (4 - {1 - [3 - Isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - yl] - ethylsulfanyl} - 2 - methyl - phenoxy) - acetic acid;

3 - (4 - {1 - [3 - Isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - yl] - ethylsulfanyl} - 2 - methyl - phenyl) - propionic acid;

20 3 - {4 - [3 - Isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenyl} - propionic acid;

3 - {4 - [3 - Isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenyl} - propionic acid;

25 {4 - [3 - Isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenoxy} - acetic acid;

{4 - [5 - Chloro - 3 - isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenoxy} - acetic acid;

30 3 - {4 - [5 - Chloro - 3 - isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - ylmethylsulfanyl] - 2 - methyl - phenyl} - propionic acid;

{3 - [5 - Chloro - 3 - isopropyl - 1 - (4 - trifluoromethoxy - phenyl) - 1H - pyrazol - 4 - ylmethoxy] - phenyl} - acetic acid;

35

3- { 4- [5-Chloro-3-isopropyl-1-(4-trifluoromethoxy-phenyl)-1H-pyrazol-4-ylmethoxy] -2-methyl-phenyl} -propionic acid;

5 (S)-3- {4- [5-Chloro-3-isopropyl-1-(4-trifluoromethoxy-phenyl)-1H-pyrazol-4-ylmethoxy] -phenyl} -2-methoxy-propionic acid;

{3- [3-Isopropyl-1-(4-trifluoromethoxy-phenyl)-1H-pyrazol-4-ylmethoxy] -phenyl} -acetic acid;

10 3- {4- [3-Isopropyl-1-(4-trifluoromethoxy-phenyl)-1H-pyrazol-4-ylmethoxy] -2-methyl-phenyl} -propionic acid;

3- {4- [3-Isopropyl-1-(4-trifluoromethoxy-phenyl)-1H-pyrazol-4-ylmethoxy] -phenyl} -2-methoxy-propionic acid;

15 {2-Methyl-4- [2- (5-methyl-3-phenyl-pyrazol-1-yl)-ethylsulfanyl] -phenoxy} -acetic acid;

[2-Methyl-4- (3-methyl-1-phenyl-1H-pyrazol-4-ylmethysulfanyl) -phenoxy] -acetic acid;

[2-Methyl-4- (3-methyl-1-phenyl-1H-pyrazol-4-ylmethysulfanyl) -phenoxy] -acetic acid;

20 3- [2-Methyl-4- (3-methyl-1-phenyl-1H-pyrazol-4-ylmethoxy) -phenyl] -propionic acid;

{2-Methyl-4- [1- (4-trifluoromethyl-phenyl)-1H-[1,2,3]triazol-4-ylmethysulfanyl] -phenoxy} -acetic acid;

25 {2-Methyl-4- [5-methyl-1- (4-trifluoromethyl-phenyl)-1H-[1,2,3]triazol-4-ylmethysulfanyl] -phenoxy} -acetic acid;

{2-Methyl-4- [5-methyl-1- (4-trifluoromethyl-phenyl)-1H-[1,2,3]triazol-4-ylmethysulfanyl] -phenoxy} -acetic acid;

30 {4- [1- (3,5-Bis-trifluoromethyl-benzyl)-5-phenyl-1H-[1,2,3]triazol-4-ylmethanesulfonyl] -2-methyl-phenoxy} -acetic acid;

3- (2-Methyl-4- {1- [4-methyl-3- (4-trifluoromethyl-phenyl)-isoxazol-5-yl]-ethoxy} -phenyl) -propionic acid;

3-{2-Methyl-4-[4-methyl-3-(4-trifluoromethyl-phenyl)-isoxazol-5-ylmethoxy]-phenyl}-propionic acid;
5 {4-[5-Isopropyl-2-(4-trifluoromethyl-phenyl)-3H-imidazol-4-ylmethysulfanyl]-2-methyl-phenoxy}-acetic acid; {4-[5-Isopropyl-3-methyl-2-(4-trifluoromethyl-phenyl)-3H-imidazol-4-ylmethysulfanyl]-2-methyl-phenoxy}-acetic acid;
10 {4-[5-Isopropyl-3-methyl-2-(4-trifluoromethyl-phenyl)-3H-imidazol-4-ylmethoxy]-2-methyl-phenoxy}-acetic acid; and
3-{4-[5-Isopropyl-3-methyl-2-(4-trifluoromethyl-phenyl)-3H-imidazol-4-ylmethoxy]-2-methyl-phenyl}-propionic acid.

15 50. A compound as claimed by any one of Claims 1 through 4 which is a compound of Formula I selected from the group consisting of (R)-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenoxy)-acetic acid, (S)-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenoxy)-acetic acid, (R,S)-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-propylsulfanyl}-phenoxy)-acetic acid, and (R,S)-(2-Methyl-4-{1-[3-methyl-1-(4-trifluoromethyl-phenyl)-1H-pyrazol-4-yl]-ethylsulfanyl}-phenoxy)-acetic acid.

20 25 30 35 40 45 50 55 60 65 70 75 80 85 90 95 100 105 110 115 120 125 130 135 140 145 150 155 160 165 170 175 180 185 190 195 200 205 210 215 220 225 230 235 240 245 250 255 260 265 270 275 280 285 290 295 300 305 310 315 320 325 330 335 340 345 350 355 360 365 370 375 380 385 390 395 400 405 410 415 420 425 430 435 440 445 450 455 460 465 470 475 480 485 490 495 500 505 510 515 520 525 530 535 540 545 550 555 560 565 570 575 580 585 590 595 600 605 610 615 620 625 630 635 640 645 650 655 660 665 670 675 680 685 690 695 700 705 710 715 720 725 730 735 740 745 750 755 760 765 770 775 780 785 790 795 800 805 810 815 820 825 830 835 840 845 850 855 860 865 870 875 880 885 890 895 900 905 910 915 920 925 930 935 940 945 950 955 960 965 970 975 980 985 990 995 1000 1005 1010 1015 1020 1025 1030 1035 1040 1045 1050 1055 1060 1065 1070 1075 1080 1085 1090 1095 1100 1105 1110 1115 1120 1125 1130 1135 1140 1145 1150 1155 1160 1165 1170 1175 1180 1185 1190 1195 1200 1205 1210 1215 1220 1225 1230 1235 1240 1245 1250 1255 1260 1265 1270 1275 1280 1285 1290 1295 1300 1305 1310 1315 1320 1325 1330 1335 1340 1345 1350 1355 1360 1365 1370 1375 1380 1385 1390 1395 1400 1405 1410 1415 1420 1425 1430 1435 1440 1445 1450 1455 1460 1465 1470 1475 1480 1485 1490 1495 1500 1505 1510 1515 1520 1525 1530 1535 1540 1545 1550 1555 1560 1565 1570 1575 1580 1585 1590 1595 1600 1605 1610 1615 1620 1625 1630 1635 1640 1645 1650 1655 1660 1665 1670 1675 1680 1685 1690 1695 1700 1705 1710 1715 1720 1725 1730 1735 1740 1745 1750 1755 1760 1765 1770 1775 1780 1785 1790 1795 1800 1805 1810 1815 1820 1825 1830 1835 1840 1845 1850 1855 1860 1865 1870 1875 1880 1885 1890 1895 1900 1905 1910 1915 1920 1925 1930 1935 1940 1945 1950 1955 1960 1965 1970 1975 1980 1985 1990 1995 2000 2005 2010 2015 2020 2025 2030 2035 2040 2045 2050 2055 2060 2065 2070 2075 2080 2085 2090 2095 2100 2105 2110 2115 2120 2125 2130 2135 2140 2145 2150 2155 2160 2165 2170 2175 2180 2185 2190 2195 2200 2205 2210 2215 2220 2225 2230 2235 2240 2245 2250 2255 2260 2265 2270 2275 2280 2285 2290 2295 2300 2305 2310 2315 2320 2325 2330 2335 2340 2345 2350 2355 2360 2365 2370 2375 2380 2385 2390 2395 2400 2405 2410 2415 2420 2425 2430 2435 2440 2445 2450 2455 2460 2465 2470 2475 2480 2485 2490 2495 2500 2505 2510 2515 2520 2525 2530 2535 2540 2545 2550 2555 2560 2565 2570 2575 2580 2585 2590 2595 2600 2605 2610 2615 2620 2625 2630 2635 2640 2645 2650 2655 2660 2665 2670 2675 2680 2685 2690 2695 2700 2705 2710 2715 2720 2725 2730 2735 2740 2745 2750 2755 2760 2765 2770 2775 2780 2785 2790 2795 2800 2805 2810 2815 2820 2825 2830 2835 2840 2845 2850 2855 2860 2865 2870 2875 2880 2885 2890 2895 2900 2905 2910 2915 2920 2925 2930 2935 2940 2945 2950 2955 2960 2965 2970 2975 2980 2985 2990 2995 3000 3005 3010 3015 3020 3025 3030 3035 3040 3045 3050 3055 3060 3065 3070 3075 3080 3085 3090 3095 3100 3105 3110 3115 3120 3125 3130 3135 3140 3145 3150 3155 3160 3165 3170 3175 3180 3185 3190 3195 3200 3205 3210 3215 3220 3225 3230 3235 3240 3245 3250 3255 3260 3265 3270 3275 3280 3285 3290 3295 3300 3305 3310 3315 3320 3325 3330 3335 3340 3345 3350 3355 3360 3365 3370 3375 3380 3385 3390 3395 3400 3405 3410 3415 3420 3425 3430 3435 3440 3445 3450 3455 3460 3465 3470 3475 3480 3485 3490 3495 3500 3505 3510 3515 3520 3525 3530 3535 3540 3545 3550 3555 3560 3565 3570 3575 3580 3585 3590 3595 3600 3605 3610 3615 3620 3625 3630 3635 3640 3645 3650 3655 3660 3665 3670 3675 3680 3685 3690 3695 3700 3705 3710 3715 3720 3725 3730 3735 3740 3745 3750 3755 3760 3765 3770 3775 3780 3785 3790 3795 3800 3805 3810 3815 3820 3825 3830 3835 3840 3845 3850 3855 3860 3865 3870 3875 3880 3885 3890 3895 3900 3905 3910 3915 3920 3925 3930 3935 3940 3945 3950 3955 3960 3965 3970 3975 3980 3985 3990 3995 4000 4005 4010 4015 4020 4025 4030 4035 4040 4045 4050 4055 4060 4065 4070 4075 4080 4085 4090 4095 4100 4105 4110 4115 4120 4125 4130 4135 4140 4145 4150 4155 4160 4165 4170 4175 4180 4185 4190 4195 4200 4205 4210 4215 4220 4225 4230 4235 4240 4245 4250 4255 4260 4265 4270 4275 4280 4285 4290 4295 4300 4305 4310 4315 4320 4325 4330 4335 4340 4345 4350 4355 4360 4365 4370 4375 4380 4385 4390 4395 4400 4405 4410 4415 4420 4425 4430 4435 4440 4445 4450 4455 4460 4465 4470 4475 4480 4485 4490 4495 4500 4505 4510 4515 4520 4525 4530 4535 4540 4545 4550 4555 4560 4565 4570 4575 4580 4585 4590 4595 4600 4605 4610 4615 4620 4625 4630 4635 4640 4645 4650 4655 4660 4665 4670 4675 4680 4685 4690 4695 4700 4705 4710 4715 4720 4725 4730 4735 4740 4745 4750 4755 4760 4765 4770 4775 4780 4785 4790 4795 4800 4805 4810 4815 4820 4825 4830 4835 4840 4845 4850 4855 4860 4865 4870 4875 4880 4885 4890 4895 4900 4905 4910 4915 4920 4925 4930 4935 4940 4945 4950 4955 4960 4965 4970 4975 4980 4985 4990 4995 5000 5005 5010 5015 5020 5025 5030 5035 5040 5045 5050 5055 5060 5065 5070 5075 5080 5085 5090 5095 5100 5105 5110 5115 5120 5125 5130 5135 5140 5145 5150 5155 5160 5165 5170 5175 5180 5185 5190 5195 5200 5205 5210 5215 5220 5225 5230 5235 5240 5245 5250 5255 5260 5265 5270 5275 5280 5285 5290 5295 5300 5305 5310 5315 5320 5325 5330 5335 5340 5345 5350 5355 5360 5365 5370 5375 5380 5385 5390 5395 5400 5405 5410 5415 5420 5425 5430 5435 5440 5445 5450 5455 5460 5465 5470 5475 5480 5485 5490 5495 5500 5505 5510 5515 5520 5525 5530 5535 5540 5545 5550 5555 5560 5565 5570 5575 5580 5585 5590 5595 5600 5605 5610 5615 5620 5625 5630 5635 5640 5645 5650 5655 5660 5665 5670 5675 5680 5685 5690 5695 5700 5705 5710 5715 5720 5725 5730 5735 5740 5745 5750 5755 5760 5765 5770 5775 5780 5785 5790 5795 5800 5805 5810 5815 5820 5825 5830 5835 5840 5845 5850 5855 5860 5865 5870 5875 5880 5885 5890 5895 5900 5905 5910 5915 5920 5925 5930 5935 5940 5945 5950 5955 5960 5965 5970 5975 5980 5985 5990 5995 6000 6005 6010 6015 6020 6025 6030 6035 6040 6045 6050 6055 6060 6065 6070 6075 6080 6085 6090 6095 6100 6105 6110 6115 6120 6125 6130 6135 6140 6145 6150 6155 6160 6165 6170 6175 6180 6185 6190 6195 6200 6205 6210 6215 6220 6225 6230 6235 6240 6245 6250 6255 6260 6265 6270 6275 6280 6285 6290 6295 6300 6305 6310 6315 6320 6325 6330 6335 6340 6345 6350 6355 6360 6365 6370 6375 6380 6385 6390 6395 6400 6405 6410 6415 6420 6425 6430 6435 6440 6445 6450 6455 6460 6465 6470 6475 6480 6485 6490 6495 6500 6505 6510 6515 6520 6525 6530 6535 6540 6545 6550 6555 6560 6565 6570 6575 6580 6585 6590 6595 6600 6605 6610 6615 6620 6625 6630 6635 6640 6645 6650 6655 6660 6665 6670 6675 6680 6685 6690 6695 6700 6705 6710 6715 6720 6725 6730 6735 6740 6745 6750 6755 6760 6765 6770 6775 6780 6785 6790 6795 6800 6805 6810 6815 6820 6825 6830 6835 6840 6845 6850 6855 6860 6865 6870 6875 6880 6885 6890 6895 6900 6905 6910 6915 6920 6925 6930 6935 6940 6945 6950 6955 6960 6965 6970 6975 6980 6985 6990 6995 7000 7005 7010 7015 7020 7025 7030 7035 7040 7045 7050 7055 7060 7065 7070 7075 7080 7085 7090 7095 7100 7105 7110 7115 7120 7125 7130 7135 7140 7145 7150 7155 7160 7165 7170 7175 7180 7185 7190 7195 7200 7205 7210 7215 7220 7225 7230 7235 7240 7245 7250 7255 7260 7265 7270 7275 7280 7285 7290 7295 7300 7305 7310 7315 7320 7325 7330 7335 7340 7345 7350 7355 7360 7365 7370 7375 7380 7385 7390 7395 7400 7405 7410 7415 7420 7425 7430 7435 7440 7445 7450 7455 7460 7465 7470 7475 7480 7485 7490 7495 7500 7505 7510 7515 7520 7525 7530 7535 7540 7545 7550 7555 7560 7565 7570 7575 7580 7585 7590 7595 7600 7605 7610 7615 7620 7625 7630 7635 7640 7645 7650 7655 7660 7665 7670 7675 7680 7685 7690 7695 7700 7705 7710 7715 7720 7725 7730 7735 7740 7745 7750 7755 7760 7765 7770 7775 7780 7785 7790 7795 7800 7805 7810 7815 7820 7825 7830 7835 7840 7845 7850 7855 7860 7865 7870 7875 7880 7885 7890 7895 7900 7905 7910 7915 7920 7925 7930 7935 7940 7945 7950 7955 7960 7965 7970 7975 7980 7985 7990 7995 8000 8005 8010 8015 8020 8025 8030 8035 8040 8045 8050 8055 8060 8065 8070 8075 8080 8085 8090 8095 8100 8105 8110 8115 8120 8125 8130 8135 8140 8145 8150 8155 8160 8165 8170 8175 8180 8185 8190 8195 8200 8205 8210 8215 8220 8225 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53. A compound as claimed by any one of Claims 1 through 50 that is the R conformation.

5 54. A pharmaceutical composition, comprising as an active ingredient, at least one compound as claimed by any one of Claims 1 through 53 together with a pharmaceutically acceptable carrier or diluent.

10 55. A method of modulating a peroxisome proliferator activated receptor, comprising the step of contacting the receptor with at least one compound as claimed by any one of Claims 1 through 53.

15 56. A method of treating diabetes mellitus in a mammal, comprising the step of administering to the mammal in need thereof a therapeutically effective amount of at least one compound of Claims 1 through 53.

20 57. A method of treating metabolic disorder in a mammal, comprising the step of administering to the mammal in need thereof a therapeutically effective amount of at least one compound of Claims 1 through 53.

25 58. A method of Claim 57 wherein the mammal in need thereof is diagnosed as suffering from metabolic disorder.

25 59. A method of selectively modulating a PPAR delta receptor comprising administering a compound as claimed by any one of Claims 1 through 53 to a mammal in need thereof.

30 60. The manufacture of a medicament for use in the treatment and/or prevention of a condition mediated by nuclear receptors, in particular by a peroxisome proliferator activated receptor, wherein the compound is a compound as claimed by any one of Claims 1 through 53.

61. A method of treating atherosclerosis in a mammal, comprising the step of administering to the mammal in need thereof, a therapeutically effective amount of at least one compound of Claims 1 through 53.

5 62. A compound as Claimed by any one of Claims 1 through 53 for use as a pharmaceutical.

63. A method for treating or preventing the progression of cardiovascular disease in a mammal in need thereof comprising administering a therapeutically effective amount of a compound as Claimed by any one of Claims 1 through 53.

10 64. A method as claimed by Claim 63 wherein the mammal is diagnosed as being in need of such treatment.

65. A compound as claimed by any one of Claims 1 through 53 wherein the compound is radiolabeled.

15 66. A compound as disclosed by any one of the Examples herein.

67. All methods disclosed herein of preparing the compounds represented by Structural Formula I.